

ATTACHMENT 1

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
W.R. GRACE & CO., et al. ¹)	Case No. 01-01139 (JFK)
)	Jointly Administered
Debtors.)	
)	Objection Date:

NINETY-SIXTH MONTHLY APPLICATION OF
BEVERIDGE & DIAMOND, P.C.
FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES
AS COUNSEL TO THE DEBTORS FOR THE
PERIOD FROM OCTOBER 1, 2013 THROUGH OCTOBER 31, 2013

Name of Applicant:	Beveridge & Diamond, P.C.
Authorized to Provide Professional Services to:	Debtors and Debtors in Possession
Date of Retention:	May 12, 2005
Period for which Compensation and Reimbursement is Sought:	October 1, 2013 through October 31, 2013
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$70,049.70
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$1,607.67

This is a: XX monthly interim final application.

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuning, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

PRIOR APPLICATIONS FILED:

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
12/05	10/1/05 – 10/31/05	\$13,486.25	\$ 337.02	\$13,486.25	\$ 337.02
2/06	11/1/05 – 11/30/05	\$46,587.50 ²	\$ 57.62	\$46,587.50 ³	\$ 57.62
2/06	12/1/05 – 12/31/05	\$ 5,726.25 ⁴	\$1,308.41	\$ 5,726.25 ⁵	\$1,308.41
3/06	1/1/06 – 1/31/06	\$11,187.50	\$ 173.56	\$11,187.50	\$ 173.56
4/06	2/1/06 – 2/28/06	\$16,106.25	\$ 156.33	\$16,106.25	\$ 156.33
5/06	3/1/06 – 3/31/06	\$11,377.50	\$ 70.33	\$11,377.50	\$ 70.33
6/06	4/1/06 -- 4/30/06	\$13,693.75	\$ 356.81	\$13,693.75	\$ 356.81
8/06	5/1/06 -- 5/31/06	\$28,261.25	\$ 227.37	\$28,261.25	\$ 227.37
9/13/06	6/1/06 -- 6/30/06	\$10,103.75	\$ 285.26	\$10,103.75	\$ 285.26
9/13/06	7/1/06 -- 7/31/06	\$ 4,307.50	\$ 14.21	\$ 4,307.50	\$ 14.21
9/25/06	8/1/06 -- 8/31/06	\$4,812.50	\$ 131.31	\$4,812.50	\$ 131.31
10/30/06	9/1/06 -- 9/30/06	\$16,988.75	\$ 287.83	\$16,988.75	\$ 287.83
12/1/06	10/1/06 -- 10/31/06	\$19,348.25	\$ 210.02	\$19,348.25	\$ 210.02
1/11/07	11/1/06 - 11/30/06	\$34,281.25	\$ 425.47	\$34,281.25	\$ 425.47
3/7/07	12/1/06 - 12/31/06	\$43,924.00	\$ 338.42	\$43,924.00	\$ 338.42
3/7/07	1/1/07 - 1/31/07	\$51,760.00	\$ 211.32	\$51,760.00	\$ 211.32
6/4/07	2/1/07 - 2/28/07	\$36,245.00	\$ 94.79	\$36,245.00	\$ 94.79
6/4/07	3/1/07 - 3/31/07	\$33,840.00	\$ 480.06	\$33,840.00	\$ 480.06
6/18/07	4/1/07-4/30/07	\$35,377.50	\$ 514.32	\$35,377.50	\$ 514.32
6/18/07	5/1/07 - 5/31/07	\$17,681.25	\$ 389.29	\$17,681.25	\$ 389.29
8/23/07	6/1/07 - 6/30/07	\$22,225.00	\$ 133.35	\$22,225.00	\$ 133.35
10/11/07	7/1/07-7/31/07	\$31,450.00	\$ 248.66	\$31,100.00	\$ 248.66
10/11/07	8/1/07 - 8/31/07	\$30,497.50	\$ 567.93	\$29,875.50	\$ 567.93
10/19/07	9/1/07 - 9/30/07	\$18,575.00	\$ 311.53	\$18,575.00	\$ 311.53
1/2/08	10/1/07 – 10/31/07	\$7,217.50	\$ 791.76	\$7,217.50	\$ 791.76
1/2/08	11/1/07-11/30/07	\$5,200.00	\$ 111.41	\$5,200.00	\$ 111.41
4/29/08	12/1/07-12/31/07	\$8,670.00	\$ 142.43	\$8,670.00	\$ 142.43
4/29/08	1/1/08 – 2/28/08	\$19,480.00	\$ 74.16	\$19,480.00	\$ 74.16
5/5/08	3/1/08-3/31/08	\$6,320.00	\$ 81.38	\$6,320.00	\$ 81.38
6/23/08	4/1/08-4/30/08	\$5,358.00	\$ 54.14	\$5,358.00	\$ 54.14
7/21/08	5/1/08-5/31/08	\$32,068.00	\$ 19.86	\$32,068.00	\$ 19.86
9/3/08	6/1/08 – 6/30/08	\$39,793.00	\$ 1,384.81	\$39,793.00	\$ 1,384.81

² The original Application filed 2/06 requested fees in the amount of \$43,662.50 and Expenses in the amount of \$57.62. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$46,587.50.

³ The original Application filed 2/06 requested fees in the amount of \$43,662.50 and Expenses in the amount of \$57.62. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$46,587.50.

⁴ The original application filed 2/06 requested fees in the amount of \$5,238.75 and Expenses in the amount of \$1,308.41. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$5,726.25.

⁵ The original application filed 2/06 requested fees in the amount of \$5,238.75 and Expenses in the amount of \$1,308.41. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$5,726.25.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
9/15/08	7/1/08-7/31/08	\$89,644	\$273.65	\$89,644	\$273.65
11/14/08	8/1/08-8/31/08	\$50,539.50	\$224.70	\$50,539.50	\$224.70
11/14/08	9/1/08 - 9/30/08	3,905.50	\$986.54	3,905.50	\$986.54
2/6/09	10/1/08 - 10/31/08	1,360.00	\$365.78	1,360.00	\$365.78
2/6/09	11/1/08 - 11/30/08	\$920.00	\$524.75	\$920.00	\$524.75
3/24/09	12/1/08 - 12/31/08	\$2,702.50	\$11.37	\$2,702.50	\$11.37
3/30/09	1/1/09 - 1/31/09	\$25,585.00	\$1.40	\$25,585.00	\$1.40
4/21/09	2/1/09 - 2/28/09	\$39,237.00	\$516.80	\$39,237.00	\$516.80
4/30/09	3/1/09 - 3/31/09	\$ 8,128.00	\$ 46.35	\$ 8,128.00	\$ 46.35
7/7/09	4/1/09 - 4/30/09	\$ 80,837.00	\$1,411.58	\$ 80,837.00	\$1,411.58
7/20/09	5/1/09 - 5/31/09	\$ 80,837.00	\$ 1,411.58	\$ 80,837.00	\$ 1,411.58
9/2/09	6/1/09 - 6/30/09	\$38,481.50	\$ 888.98	\$38,481.50	\$ 888.98
9/15/09	7/1/089 - 7/31/09	\$6,972.00	\$ 534.11	\$6,972.00	\$ 534.11
10/1/09	8/1/09 - 8/31/09	\$1,991.50	\$ 5.80	\$1,991.50	\$ 5.80
11/2/09	9/1/09 - 9/30/09	\$ 6,836.00	\$ 53.92	\$ 6,836.00	\$ 53.92
12/9/09	10/1/09 - 10/31/09	\$ 15,246.00	\$ 75.86	\$ 15,246.00	\$ 75.86
1/4/10	11/1/09 - 11/30/09	\$ 14,828.50	\$ 56.80	\$ 14,828.50	\$ 56.80
2/3/10	12/1/09 - 12/31/09	\$ 7,224.00	\$ 84.20	\$ 7,224.00	\$ 84.20
3/31/10	1/1/10 - 1/31/10	\$ 2,778.00	\$ 36.85	\$ 2,778.00	\$ 36.85
3/31/10	2/1/10 - 2/28/10	\$ 4,449.50	\$12.27	\$ 4,449.50	\$12.27
5/17/10	3/1/10 - 3/31,2010	\$ 24,367.50	\$11.00	\$ 24,367.50	\$11.00
7/1/10	4/1/10 - 4/30/10	\$ 10,250.00	\$ 82.97	\$ 10,250.00	\$ 82.97
7/1/10	5/1/10 - 5/31/10	\$ 3,476.00	\$ 23.86	\$ 3,476.00	\$ 23.86
8/16/10	6/1/10 - 6/30/10	\$ 24,234.00	\$ 19.20	\$ 24,234.00	\$ 19.20
8/30/10	7/1/10 - 7/31/10	\$ 20,113.50	\$ 18.28	\$ 20,113.50	\$ 18.28
10/25/10	8/1/10 - 8/31/10	\$2,986.00	\$ 235.07	\$2,986.00	\$ 235.07
11/9/10	9/1/10 - 9/30/10	\$25,288.00	\$ 251.36	\$25,288.00	\$ 251.36
12/17/10	10/1/10 - 10/31/10	\$13,119.50	\$ 352.94	\$13,119.50	\$ 352.94
1/10/11	11/1/10 - 11/30/10	\$ 13,940.00	\$ 50.56	\$ 13,940.00	\$ 50.56
3/3/11	12/1/10 - 12/31/10	\$ 18,381.47	\$ 46.47	\$ 18,381.47	\$ 46.47
4/5/11	1/1/11 - 1/31/11	\$ 4,046.00	\$129.34	\$ 4,046.00	\$129.34
4/5/11	2/1/11 - 2/28/11	\$ 9,082.00	\$ 0.20	\$ 9,082.00	\$ 0.20
5/31/11	3/1/11 - 3/31/11	\$ 5,617.50	\$ 21.36	\$ 5,617.50	\$ 21.36
6/13/11	4/1/11 - 4/30/11	\$ 5,612.00	\$ 96.75	\$ 5,612.00	\$ 96.75
7/8/11	5/1/11 - 5/31/11	\$10,248.00	\$ 16.76	\$10,248.00	\$ 16.76
9/14/11	6/1/11 - 6/30/11	\$ 22,223.50	\$ 20.40	\$ 22,223.50	\$ 20.40
9/14/11	7/1/11 - 7/31/11	\$ 9,342.00	\$ 94.66	\$ 9,342.00	\$ 94.66
9/29/11	8/1/11 - 8/31/11	\$31,785.50	\$268.57	\$31,785.50	\$268.57
11/16/11	9/1/11 - 9/30/11	\$ 8,447.50	\$341.60	\$ 8,447.50	\$341.60
12/1/11	10/1/11 - 10/31/11	\$11,621.00	\$55.64	\$11,621.00	\$55.64
12/27/11	11/1/11 - 11/30/11	\$ 14,634.50	\$ 56.70	\$ 14,634.50	\$ 56.70
3/26/12	12/1/11 - 12/31/11	\$82,764.50	\$ 94.75	\$82,764.50	\$ 94.75
3/26/12	1/1/12 - 1/31/12	\$151,022.60	\$322.03	\$151,022.60	\$322.03
5/24/12	2/1/12 - 2/29/12	\$102,163.92	\$337.47	\$102,163.92	\$337.47

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
5/31/12	3/1/12 – 3/31/12	\$75,252.72	\$5,424.17	\$75,252.72	4,872.91
5/31/12	4/1/12 – 4/30/12	\$65,693.98	\$276.11	\$65,693.98	\$276.11
7/10/12	5/1/12 – 5/31/12	\$67,685.32	\$7,598.67	\$67,685.32	\$7,598.67
10/19/12	6/1/12 – 6/30/12	\$ 100,573.94	\$ 56.90	\$ 100,573.94	\$ 56.90
10/19/12	7/1/12 – 7/31/12	\$126,281.50	\$358.82	\$126,281.50	\$358.82
10/19/12	8/1/12 – 8/31/12	\$ 86,536.12	\$ 279.07	\$ 86,536.12	\$ 279.07
11/20/12	9/1/12 – 9/30/12	\$118,060.38	\$ 471.15	\$118,060.38	\$ 471.15
12/6/12	10/1/12 – 10/31/12	\$ 73,142.76	\$ 2,866.15	\$ 73,142.76	\$ 2,866.15
1/15/13	11/1/12 – 11/30/12	\$65,594.62	\$ 3,333.31	\$65,594.62	\$ 3,333.31
2/4/13	12/1/12 – 12/31/12	\$ 51,747.70	\$ 84.79	\$ 51,747.70	\$ 84.79
5/21/13	1/1/13 – 1/31/13 (Amended)	\$ 72,915.30	\$ 370.59	\$ 72,915.30	\$ 370.59
3/22/13	2/1/13 – 2/28/13	\$ 56,287.35	\$ 378.50	\$ 56,287.35	\$ 378.50
5/7/13	3/1/13 – 3/31/13	\$ 52,251.30	\$1,406.51	\$ 52,251.30	\$1,406.51
6/6/13	4/1/13 – 4/30/13	\$ 57,437.55	\$ 278.04	\$ 57,437.55	\$ 278.04
7/12/13	5/1/13 – 5/31/13	\$53,474.85	\$ 26.82	\$53,474.85	\$ 26.82
8/6/13	6/1/13 – 6/30/13	\$46,882.80	\$ 1,192.15	\$46,882.80	\$ 1,192.15
9/13/13	7/1/13 – 7/31/13	\$81,002.70	\$ 177.53	Pending	Pending
10/21/13	8/1/13 – 8/31/13	\$ 60,075.00	\$ 980.64	Pending	Pending
11/6/13	9/1/13 – 9/30/13	\$ 47,064.15	\$ 2,748.83	Pending	Pending

B&D PROFESSIONALS⁶

Name of Professional Individual	Position of the Applicant, Number of years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate	Total Hours Billed	Total Compensation
Pamela D. Marks	Principal; Joined Firm 1997; Member MD Bar since 1986	\$545.00	68.90	\$37,550.50
Karl S. Bourdeau	Principal; Joined Firm 1980; Member DC bar since 1978	\$750.00	16.80	\$12,600.00
Jayni Lanham	Associate; Joined Firm 2008; Member MD Bar since 2008	\$365.00	44.30	\$16,169.50
Laura K. McAfee	Principal; Joined Firm 1995; Member MD Bar since 1991	\$535.00	1.10	\$588.50
David A. Barker	Principal; Joined Firm 2005; Member MD Bar since 2002	\$525.00	9.90	\$4,405.50
Tracy Horch	Paralegal	\$205.00	27.50	\$5,637.50
Gina Ecolino	Paralegal	\$205.00	3.30	\$676.50
Alexander Mesmer	Paralegal	\$205.00	1.00	\$205.00

⁶ These amounts are the sum total from all of the invoices attached hereto.

Fees:	\$ 77,833.00
Less 10% Discount:	(\$7,783.30)
Total Fees:	\$ 70,049.70
Total Hours:	172.80
Blended Rate:	\$ 405.00

TASK CODE SUMMARY

Project Category	Total Hours	Total Fees Requested
Litigation and Litigation Consulting	172.80	\$70,049.70

EXPENSE SUMMARY⁷

Expense Category	Service Provider (if applicable) ⁸	Total Expense
Photocopying	@ 0.10 per page	\$39.80
Postage		\$5.42
Long Distance Telephone		\$6.59
Delivery Services/Messengers		\$15.22
Process Servers		\$300.00
Other	EPA Document (FOIA request)	\$1,240.64


⁷ These amounts are the sum total of the disbursements as shown on all of the invoices attached hereto.

⁸ B&D may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.

WHEREFORE, Beveridge & Diamond, P.C. respectfully requests that, for the period October 1, 2013 through October 31, 2013, an interim allowance be made to Beveridge & Diamond, P.C. for compensation in the amount of \$70,049.70 and actual and necessary expenses in the amount of \$1,607.67 for a total allowance of \$71,657.37 and payment of \$56,039.76 (80% of the allowed fees) and reimbursement of \$1,607.67 (100% of the allowed expenses) be authorized for a total payment of \$57,647.43 and for such other and further relief as this Court may deem just and proper.

Dated: December 13, 2013

BEVERIDGE & DIAMOND, P.C.

A handwritten signature in cursive script, appearing to read 'Pamela D. Marks', is written over a horizontal line.

Pamela D. Marks
201 N. Charles Street, Suite 2210
Baltimore, MD 21201
Telephone: 410-230-1315
Facsimile: 410-230-1389
Counsel for Debtors and Debtors in Possession

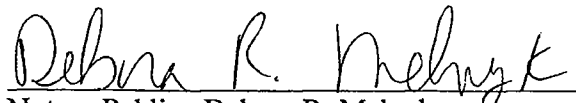
VERIFICATION

Pamela D. Marks, after being duly sworn according to law, deposes and says:

- a) I am an attorney with the applicant law firm Beveridge & Diamond, P.C..
- b) I am familiar with the legal services rendered by Beveridge & Diamond, P.C. as counsel to the Debtor and am thoroughly familiar with the other work performed on behalf of the Debtor by the lawyers and paraprofessionals of Beveridge & Diamond, P.C.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed the Local Bankruptcy Rules for the District of Delaware, and submit that the Application substantially complies with such rules.


Pamela D. Marks

SWORN AND SUBSCRIBED
before me this 13 day of December, 2013.


Notary Public: Debora R. Melnyk
My Commission Expires: May 27, 2017



IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
W.R. GRACE & CO., et al. ¹)	Case No. 01-01139 (JFK)
)	Jointly Administered
Debtors.)	
)	Objection Date:

FEE DETAIL FOR BEVERIDGE & DIAMOND, P.C.'S
MONTHLY FEE APPLICATION FOR THE PERIOD
OCTOBER 1, 2013 THROUGH OCTOBER 31, 2013

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., GB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuning, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

EXHIBIT A

(IRIS)

LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 700
1350 I STREET, N.W.
WASHINGTON D.C. 20005-3311
(202) 789-6000

W. R. Grace & Co.
Attn: Lydia B. Duff, Esq.
7500 Grace Drive
Columbia, MD 21044

November 30, 2013
Client/Matter # 01246-015172
Invoice # 157439
Federal ID# 52-1247549

For Legal Services Rendered Through 10/31/13 in Connection With:

IRIS

10/01/13	P. Marks	C300	1.20	Prepare talking points.
10/01/13	P. Marks	C300	0.40	Emails re developments.
10/01/13	P. Marks	C300	0.70	Prepare FOIA appeal issues and emails with team re same, and conference with J. Lanham re same.
10/01/13	D. Barker	C300	1.20	Review information, additional data issues and strategy for response pulmonary function data and strategy for amended or new complaint.
10/01/13	G. Ecolino	C300	0.50	Review and manage file.
10/02/13	P. Marks	C300	1.30	Emails and telephone conferences re talking points.
10/02/13	P. Marks	C300	3.10	Prepare talking points.
10/02/13	J. Lanham	C300	0.30	Telephone conference re documents FOIA.
10/03/13	K. Bourdeau	C300	0.80	Participate in Grace strategy call.
10/03/13	P. Marks	C300	1.00	Prepare for and attend telephone conference with team.
10/03/13	P. Marks	C300	1.30	Collect information and assess new information re strategy.
10/03/13	P. Marks	C300	2.90	Prepare talking points for consultant.

BEVERIDGE & DIAMOND, P.C.

INVOICE # 157439
November 30, 2013
PAGE 2

10/03/13	J. Lanham	C300	1.00	Prepare FOIA appeal.
10/04/13	K. Bourdeau	C300	0.50	E-mail communications with P. Marks re various developments and action items.
10/04/13	P. Marks	C300	1.00	Telephone conference with J. Lanham to assess issues, new information and prepare appeal.
10/04/13	D. Barker	C300	1.70	Review and edit draft amended complaint and follow up on strategy for pursuing additional data.
10/04/13	J. Lanham	C300	4.50	Research and prepare FOIA appeal and communications re same.
10/04/13	J. Lanham	C300	1.50	Prepare amended complaint.
10/07/13	K. Bourdeau	C300	0.50	Conference with P. Marks re strategy.
10/07/13	P. Marks	C300	1.50	Prepare FOIA appeal.
10/07/13	P. Marks	C300	0.50	Assess EPA-related strategic issues and telephone conference with K. Bourdeau re same.
10/07/13	P. Marks	C300	0.80	Telephone conference with H. Feichko, L. Duff, R. Finke and consultants re analysis of studies and follow-up discussion with consultants re same.
10/07/13	J. Lanham	C300	1.50	Prepare FOIA and conference with P. Marks re same.
10/07/13	G. Ecolino	C300	0.50	Review and manage file.
10/08/13	P. Marks	C300	1.00	Telephone conference with H. Feichko and J. Lanham re FOIA appeal to EPA and prepare same.
10/08/13	J. Lanham	C300	4.30	Prepare and file FOIA appeal.
10/08/13	A. Mesmer	C100	1.00	As directed by J. Lanham, cite-check appeal re FOIA response.
10/09/13	K. Bourdeau	C300	0.30	Communications with P. Marks re status update, FOIA request litigation, path forward.
10/09/13	J. Lanham	C300	2.00	Conference with P. Marks and K. Bourdeau re strategy.
10/10/13	G. Ecolino	C300	0.50	Review and manage invoices.
10/11/13	J. Lanham	C300	2.00	Review petition.

BEVERIDGE & DIAMOND, P.C.

INVOICE # 157439
November 30, 2013
PAGE 3

10/13/13	K. Bourdeau	C300	0.50	Review consultant materials re new analysis and communication with P. Marks re same.
10/14/13	J. Lanham	C300	3.00	Review petition and conference with P. Marks re same.
10/14/13	G. Ecolino	C300	0.30	Review and manage file.
10/15/13	P. Marks	C300	0.80	Address FOIA issues and conference with J. Lanham re same.
10/15/13	J. Lanham	C300	1.50	Telephone conferences with government re documents and research re same.
10/16/13	J. Lanham	C300	2.00	Research and prepare letter.
10/17/13	K. Bourdeau	C300	1.00	Conference call with Grace team re strategy and follow-up conference with P. Marks.
10/17/13	P. Marks	C300	0.20	Follow-up coordination with consultants.
10/17/13	P. Marks	C300	1.00	Compile information for and conduct telephone conference with team re EPA issues, and brief follow-up telephone conference with K. Bourdeau re same.
10/18/13	P. Marks	C300	0.30	Telephone conference with L. Duff and H. Feichko re meeting results and next steps.
10/21/13	P. Marks	C300	0.70	Evaluate and prepare FOIA request and email to J. Lanham re same.
10/21/13	J. Lanham	C300	0.20	Email communications and follow-up research.
10/22/13	D. Barker	C300	0.80	Follow up on voicemail from A. Schmitt re response to compromise offer and scheduling questions.
10/23/13	K. Bourdeau	C300	0.80	Conference re preparation for and follow-up with P. Marks re same.
10/23/13	P. Marks	C300	0.60	Telephone conference with client team and consultant re EPA meeting preparation.
10/23/13	J. Lanham	C300	1.00	Telephone conferences with A. Schmitt re litigation and follow-up communications with P. Marks and D. Barker re same.
10/23/13	J. Lanham	C300	4.00	Prepare petition.
10/24/13	K. Bourdeau	C300	1.00	Participate in Grace team conference call.

BEVERIDGE & DIAMOND, P.C.

INVOICE # 157439
November 30, 2013
PAGE 4

10/24/13	P. Marks	C300	1.70	Telephone conference with consultants re recent studies and follow-up review of materials.
10/24/13	P. Marks	C300	1.00	Team weekly telephone conference.
10/25/13	P. Marks	C300	1.40	Assess FOIA litigation issues and conferences with J. Lanham and D. Barker to prepare for telephone conference with client re same.
10/25/13	D. Barker	C300	3.20	Review answer filed by HHS and follow-up re same, conference with J. Lanham and P. Marks re DOJ privacy exemption claims, strategy for request for additional data, and follow up with A. Schmitt re schedule and substance.
10/25/13	J. Lanham	C300	1.00	Conferences with P. Marks, D. Barker, and A. Schmitt re litigation.
10/25/13	G. Ecolino	C300	1.00	Review and manage file.
10/28/13	P. Marks	C300	0.70	Telephone conference with client team, D. Barker and J. Lanham re FOIA litigation strategy.
10/28/13	P. Marks	C300	0.50	Follow-up tasks including contact with consultants and conference with J. Lanham re tasks.
10/28/13	P. Marks	C300	0.50	Telephone conference with consultant re FOIA issues.
10/28/13	D. Barker	C300	1.20	Call with R. Finke and H. Feichko re FOIA litigation strategy and approach.
10/28/13	J. Lanham	C300	2.00	Conferences with client, consultants, Marks and D. Barker re litigation and research re same.
10/28/13	G. Ecolino	C300	0.50	Review and manage file.
10/29/13	P. Marks	C300	1.20	Telephone conference with consultant and J. Lanham re FOIA data formats, and follow-up with J. Lanham re tasks and D. Barker with email summary and briefing schedules.
10/29/13	D. Barker	C300	0.60	Conference with A. Schmitt and call court re case schedule and follow-up with P. Marks and J. Lanham re briefing schedule.
10/29/13	J. Lanham	C300	2.00	Telephone conferences re litigation with A. Schmitt, D. Barker, P. Marks, and consultant.

BEVERIDGE & DIAMOND, P.C.

INVOICE # 157439
November 30, 2013
PAGE 5

10/30/13	P. Marks	C300	1.00	Telephone conference with consultant, L. Duff, H. Feichko re communication with EPA and prepare document re same.
10/30/13	D. Barker	C300	1.20	Follow up on proposed schedule, strategy for settlement proposal, and privacy arguments and facts.
10/31/13	K. Bourdeau	C300	1.30	Participate in Grace team call and follow-up communications.
10/31/13	P. Marks	C300	1.30	Telephone conference with team re developments.
10/31/13	P. Marks	C300	0.80	Telephone conference with L. Duff re tasks and strategy.
10/31/13	P. Marks	C300	0.30	Assist with completion of correspondence.
10/31/13	P. Marks	C300	0.70	Evaluate FOIA issues and appropriate legal standard.
10/31/13	J. Lanham	C300	10.50	Research case law re FOIA Exemption 6 and prepare letter re settlement.

Total Hours : 96.60

Total Fees : \$43,594.50

BEVERIDGE & DIAMOND, P.C.

INVOICE # 157439
November 30, 2013
PAGE 6Time Summary :

	Hours Worked	Billed Per Hour	Bill Amount
K. Bourdeau	6.70	\$750.00	\$5,025.00
P. Marks	31.40	\$545.00	\$17,113.00
D. Barker	9.90	\$445.00	\$4,405.50
J. Lanham	44.30	\$365.00	\$16,169.50
A. Mesmer	1.00	\$205.00	\$205.00
G. Ecolino	3.30	\$205.00	\$676.50

Total Fees : \$43,594.50

10% Discount : (4,359.45)

Total Fees Due : \$39,235.05

Summary by Task Codes :

CODE	Hours	Bill Amount
C100	1.00	\$205.00
C300	95.60	\$43,389.50
Total	96.60	\$43,594.50

Total Fees : 96.60 \$43,594.50

10% Discount : (4,359.45)

Total Fees Due : \$39,235.05

Summary by Disbursement Codes :

	Bill Amount
002 Postage	\$0.46
019 Process Servers	\$300.00

BEVERIDGE & DIAMOND, P.C.

INVOICE # 157439
November 30, 2013
PAGE 7

E101	Copying	\$29.40
E105	Telephone	\$6.59
E107	Delivery Services/Messengers	\$15.22
E124	Other	\$1,240.64

Total Disbursements : \$1,592.31

TOTAL DUE : \$40,827.36

EXHIBIT B

(Petition)

LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 700
1350 I STREET, N.W.
WASHINGTON D.C. 20005-3311
(202) 789-6000

W. R. Grace & Co.
Attn: Lydia B. Duff, Esq.
7500 Grace Drive
Columbia, MD 21044

November 30, 2013
Client/Matter # 01246-015504
Invoice # 157440
Federal ID# 52-1247549

For Legal Services Rendered Through 10/31/13 in Connection With:

Petition

10/01/13	T. Horch	L140	4.00	Proof, read and find supportive documents for petition.
10/02/13	T. Horch	L140	1.00	Proof and find supportive documents for petition.
10/03/13	P. Marks	C300	0.50	Telephone conference with T. Horch re document cite checking.
10/03/13	T. Horch	L140	1.00	Proof and find supportive documents for petition.
10/04/13	T. Horch	L140	3.00	Review, proof and organize supportive information for petition.
10/05/13	T. Horch	L140	3.00	Review, proof and organize supportive information for petition.
10/07/13	K. Bourdeau	C300	2.50	Review and provide comments on draft petition.
10/07/13	P. Marks	C300	1.50	Prepare petition.
10/07/13	T. Horch	L140	2.00	Review, proof and organize supportive information for petition.
10/07/13	T. Horch	L140	5.00	Chart information of exhibits/attachments, update and edit document and search for supportive documents.

BEVERIDGE & DIAMOND, P.C.

INVOICE # 157440
November 30, 2013
PAGE 2

10/08/13	K. Bourdeau	C300	1.30	Further review of and preparation of comments on draft petition.
10/08/13	P. Marks	C300	0.20	Telephone conference with H. Feichko re petition content.
10/08/13	P. Marks	C300	0.80	Conference with T. Horch re document preparation tasks; identify documents.
10/08/13	T. Horch	L140	7.00	Review and search for information for petition.
10/09/13	K. Bourdeau	C300	3.50	Further review of petition and preparation of comments thereon; meeting with P. Marks and J. Lanham re same.
10/09/13	P. Marks	C300	1.80	Conference with K. Bourdeau and J. Lanham re comments on draft and assess same.
10/10/13	K. Bourdeau	C300	1.00	Further review of and preparation of comments on petition; communications with P. Marks re same.
10/11/13	K. Bourdeau	C300	0.80	Further review of and preparation of comments on petition.
10/12/13	K. Bourdeau	C300	1.00	Finalize review of, and comment on, draft petition.
10/14/13	P. Marks	C300	0.30	Telephone conference with K. Bourdeau re comments.
10/14/13	P. Marks	C300	1.00	Prepare petition.
10/17/13	P. Marks	C300	1.30	Prepare petition.
10/18/13	P. Marks	C300	3.40	Prepare petition.
10/22/13	T. Horch	L140	1.00	Review and proof petition, and organize supportive documents.
10/24/13	P. Marks	C300	2.00	Prepare petition.
10/25/13	P. Marks	C300	3.80	Prepare petition, including detailed assessment of K. Bourdeau's comments.
10/26/13	P. Marks	C300	4.20	Prepare petition and evaluate and incorporate new issues re same.
10/28/13	P. Marks	C300	4.50	Prepare petition and address new issues re same.
10/29/13	P. Marks	C300	3.10	Prepare petition.

BEVERIDGE & DIAMOND, P.C.

INVOICE # 157440
November 30, 2013
PAGE 3

10/29/13	T. Horch	L140	0.50	Review petition.
10/30/13	P. Marks	C300	3.90	Prepare petition including completion of K. Bourdeau's comment assessment and adjusting for new information.
10/31/13	P. Marks	C300	0.30	Work with staff re document revisions.

Total Hours : 70.20

Total Fees : \$30,979.50

BEVERIDGE & DIAMOND, P.C.

INVOICE # 157440
November 30, 2013
PAGE 4Time Summary :

	Hours Worked	Billed Per Hour	Bill Amount
K. Bourdeau	10.10	\$750.00	\$7,575.00
P. Marks	32.60	\$545.00	\$17,767.00
T. Horch	27.50	\$205.00	\$5,637.50
Total Fees :			\$30,979.50
10% Discount :			(3,097.95)
Total Fees Due :			\$27,881.55

Summary by Task Codes :

CODE	Hours	Bill Amount
C300	42.70	\$25,342.00
Total	42.70	\$25,342.00
L100		
L140	27.50	\$5,637.50
Total L100	27.50	\$5,637.50
Total Fees :		70.20 \$30,979.50
10% Discount :		(3,097.95)
Total Fees Due :		\$27,881.55

Summary by Disbursement Codes :

TOTAL DUE : \$27,881.55

EXHIBIT C

(Curtis Bay Air)

LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 700
1350 I STREET, N.W.
WASHINGTON D.C. 20005-3311
(202) 789-6000

W. R. Grace & Co.
Attn: Lydia B. Duff, Esq.
7500 Grace Drive
Columbia, MD 21044

November 30, 2013
Client/Matter # 01246-015577
Invoice # 157441
Federal ID# 52-1247549

For Legal Services Rendered Through 10/31/13 in Connection With:

Curtis Bay Air

10/04/13	L. McAfee	C300	0.30	Telephone conference with L. Duff re upcoming issues.
10/14/13	P. Marks	C300	1.10	Telephone conference with L. Duff and then with team re confidential business information issues.
10/14/13	L. McAfee	C300	0.80	Team call re CBI questions.

Total Hours : 2.20

Total Fees : \$1,188.00

BEVERIDGE & DIAMOND, P.C.

INVOICE # 157441
November 30, 2013
PAGE 2Time Summary :

	Hours Worked	Billed Per Hour	Bill Amount
P. Marks	1.10	\$545.00	\$599.50
L. McAfee	1.10	\$535.00	\$588.50
Total Fees :			\$1,188.00
10% Discount :			(118.80)
Total Fees Due :			\$1,069.20

Summary by Task Codes :

CODE	Hours	Bill Amount
C300	2.20	\$1,188.00
Total	2.20	\$1,188.00
Total Fees :		2.20 \$1,188.00
10% Discount :		(118.80)
Total Fees Due :		\$1,069.20

Summary by Disbursement Codes :

TOTAL DUE : \$1,069.20

EXHIBIT D

(Bankruptcy Fee Application)

LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 700
1350 I STREET, N.W.
WASHINGTON D.C. 20005-3311
(202) 789-6000

W. R. Grace & Co. - Conn
Attn: Lydia B. Duff, Esq.
7500 Grace Drive
Columbia, MD 21044

November 30, 2013
Client/Matter # 01246-012629
Invoice # 157437
Federal ID# 52-1247549

For Legal Services Rendered Through 10/31/13 in Connection With:

Bankruptcy Fee Application
100035

10/16/13 P. Marks P110 0.20 Fee application review.

Total Hours : 0.20

Total Fees : \$109.00

BEVERIDGE & DIAMOND, P.C.

INVOICE # 157437
November 30, 2013
PAGE 2Time Summary :

	Hours Worked	Billed Per Hour	Bill Amount
P. Marks	0.20	\$545.00	\$109.00
Total Fees :			\$109.00
10% Discount :			(10.90)
Total Fees Due :			\$98.10

Summary by Task Codes :

CODE	Hours	Bill Amount
P100		
P110	0.20	\$109.00
Total P100	0.20	\$109.00
Total Fees :		0.20 \$109.00
10% Discount :		(10.90)
Total Fees Due :		\$98.10

Summary by Disbursement Codes :

	Bill Amount
E101 Copying	\$10.40
E108 Postage	\$4.96

BEVERIDGE & DIAMOND, P.C.

INVOICE # 157437
November 30, 2013
PAGE 3

Total Disbursements : \$15.36

TOTAL DUE : \$113.46

EXHIBIT E

(Investigation of BC Processing Facilities)

LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 700
1350 I STREET, N.W.
WASHINGTON D.C. 20005-3311
(202) 789-6000

W. R. Grace & Co.
Attn: Lydia Duff, Esq.
7500 Grace Drive
Columbia, MD 21044

November 30, 2013
Client/Matter # 01246-014352
Invoice # 157438
Federal ID# 52-1247549

For Legal Services Rendered Through 10/31/13 in Connection With:

Investigation of VC Processing Facilities
100045

10/03/13	P. Marks	C300	1.90	Review and evaluate AOC language re bankruptcy issue and telephone conference with H. Feichko re same.
----------	----------	------	------	--

Total Hours : 1.90

Total Fees : \$1,035.50

BEVERIDGE & DIAMOND, P.C.

INVOICE # 157438
November 30, 2013
PAGE 2Time Summary :

	Hours Worked	Billed Per Hour	Bill Amount
P. Marks	1.90	\$545.00	\$1,035.50
Total Fees :			\$1,035.50
10% Discount :			(103.55)
Total Fees Due :			\$931.95

Summary by Task Codes :

CODE	Hours	Bill Amount
C300	1.90	\$1,035.50
Total	1.90	\$1,035.50
Total Fees :		1.90 \$1,035.50
10% Discount :		(103.55)
Total Fees Due :		\$931.95

Summary by Disbursement Codes :

TOTAL DUE : \$931.95

EXHIBIT F

(Zotos)

LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 700
1350 I STREET, N.W.
WASHINGTON D.C. 20005-3311
(202) 789-6000

W. R. Grace & Co.
Attn: Lydia B. Duff, Esq.
7500 Grace Drive
Columbia, MD 21044

November 30, 2013
Client/Matter # 01246-015943
Invoice # 157442
Federal ID# 52-1247549

For Legal Services Rendered Through 10/31/13 in Connection With:

Zotos

10/15/13	P. Marks	C300	1.50	Review decision; telephone conference with L. Duff and H. Feichko re litigation issues.
10/18/13	P. Marks	C300	0.20	Telephone conference with H. Feichko and L. Duff re plan for negotiation management.

Total Hours : 1.70

Total Fees : \$926.50

BEVERIDGE & DIAMOND, P.C.

INVOICE # 157442
November 30, 2013
PAGE 2Time Summary :

	Hours Worked	Billed Per Hour	Bill Amount
P. Marks	1.70	\$545.00	\$926.50
Total Fees :			\$926.50
10% Discount :			(92.65)
Total Fees Due :			\$833.85

Summary by Task Codes :

CODE	Hours	Bill Amount
C300	1.70	\$926.50
Total	1.70	\$926.50
Total Fees :		1.70 \$926.50
10% Discount :		(92.65)
Total Fees Due :		\$833.85

Summary by Disbursement Codes :

TOTAL DUE : \$833.85